

**MARVEL**



**\$1.00 US**  
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COMICS  
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# X-FACTOR





STAN LEE PRESENTS--

# FOR ALL THE WORLD TO SEE

MUGGINGS, RIOTS, ACCIDENTS AND BIZARRE, APPARENTLY HEAT-INDUCED HALLUCINATIONS ARE BEING REPORTED...

...AS THE RECORD BREAKING HEAT WAVE CONTINUES FOR THE SECOND STRAIGHT WEEK WITH NO END IN SIGHT...

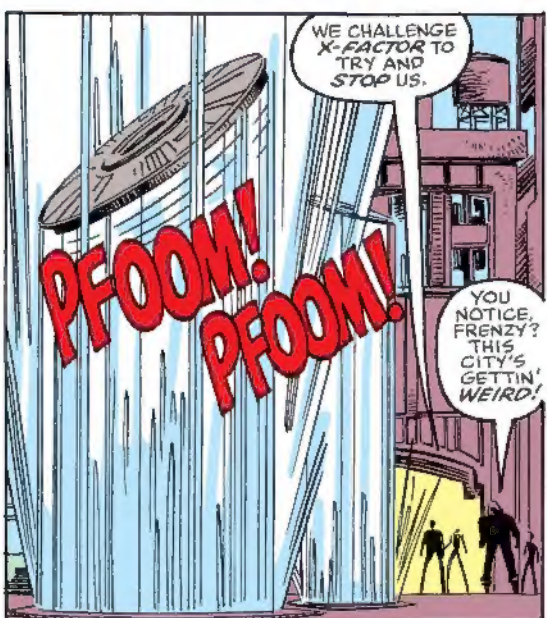
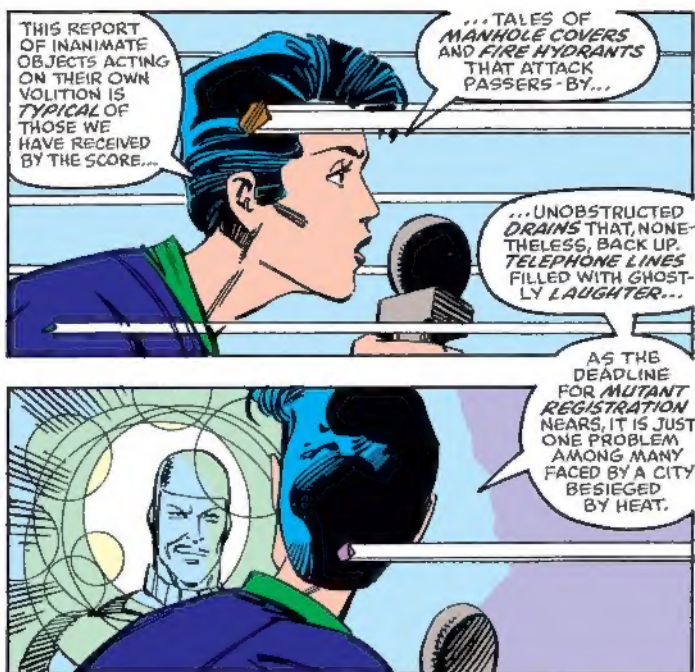
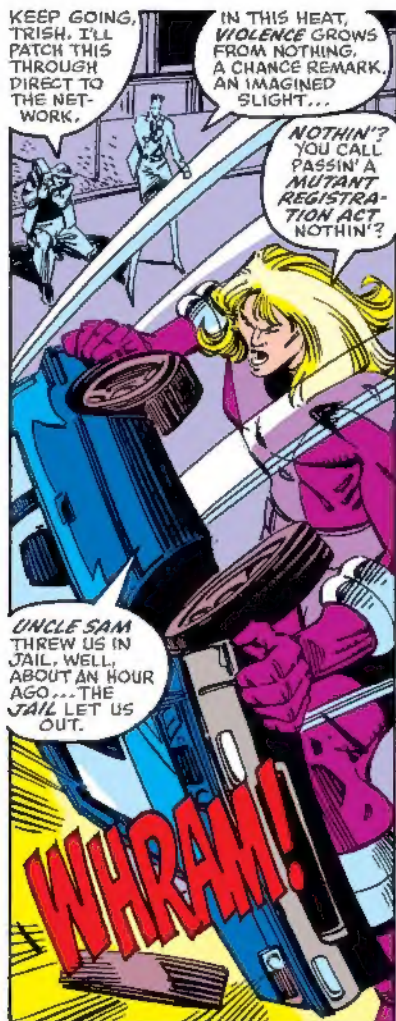
TOWER AIN'T NO HALLUCINATION, SISTER!

SNAPP!

WE'RE THE ALLIANCE OF EVIL. AND WE'RE A RIOT...ALL BY OURSELVES!

LOUISE SIMONSON WRITER    WALTER SIMONSON PENCILER    BOB WIACEK INKER    JOE ROSEN LETTERER    PETRA SCOTSESE COLORIST    BOB HARRAS EDITOR    TOM D'FALCO EDITOR-IN-CHIEF







WHILE BLOCKS AWAY, ON  
MANHATTAN'S FASHIONABLE  
UPPER WEST SIDE...

BUT WE DON'T  
WANT SCHOOL  
CLOTHES, ICEMAN,  
OR TO BE SENT  
AWAY TO SCHOOL...

...ESPECIALLY  
SINCE IT MEANS  
SUMMER SCHOOL!

WHICH YOU  
KIDS WILL NEED,  
TO CATCH UP ON  
YEARS OF MISSED  
LESSONS.

YOU'RE PRETTY LUCKY  
ANDOVER ACCEPTED  
YOU, DESPITE YOUR  
SPOTTY SCHOOLING.

WE COULD'VE  
PICKED A STORE  
THAT'S COOL!

THAT  
DEPENDS  
ON HOW  
YOU DEFINE  
LUCKY.

THIS IS STUPID.  
THE CLOTHES KEEP  
TANGLING THEM-  
SELVES UP.

AND NO MATTER WHAT  
SIZE WE TRY ON, NOTHING  
FITS. THIS IS SUPPOSED  
TO BE A SMALL, AND  
THE LARGE WAS  
TOO TIGHT.

THE WHOLE  
CITY HAS BEEN  
ORDERED TO TURN  
DOWN THEIR AIR  
CONDITIONING,  
BOOM-BOOM TO  
CONSERVE ENERGY.

THAT'S IMPOSSIBLE.  
YOU KIDS AREN'T READ-  
ING THE LABELS.

WE'LL CARRY OUT  
THE REJECTS. TRY  
ON THE NEW ONES.  
GUYS AND QUIET  
WHINING!

BOBBY SURE  
HAS GOTTEN  
"MATURE"  
ALL OF A  
SUDDEN.

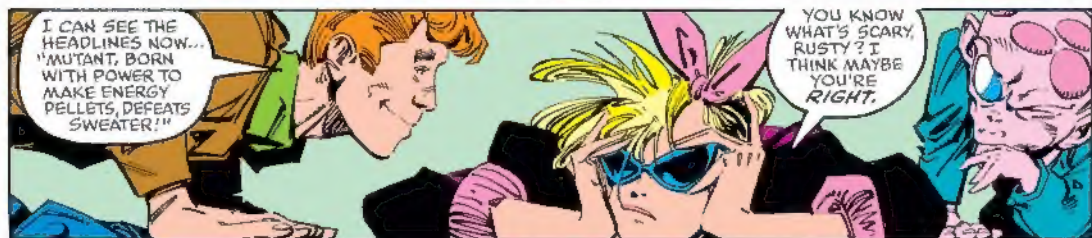
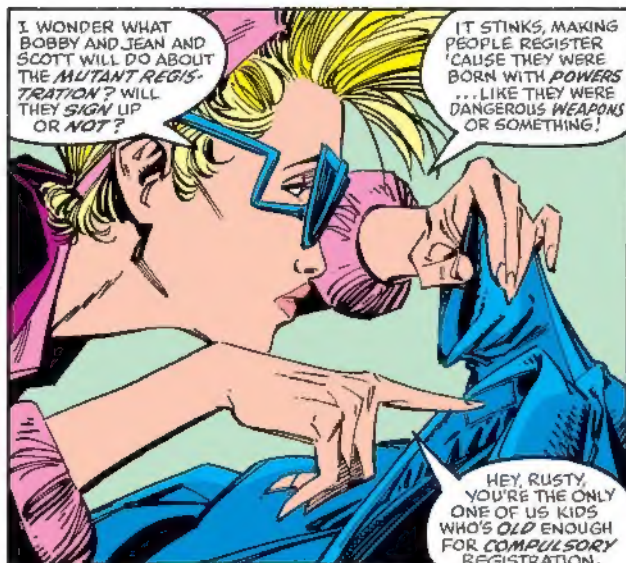
I GUESS HE GOT  
SOME SENSE KICKED  
INTO HIM WHEN THE  
BEAST SAVED HIM  
FROM INFECTIA'S  
KISS.\*

I THINK...  
MAYBE HE'S  
SCARED THE  
BEAST WILL  
DIE.

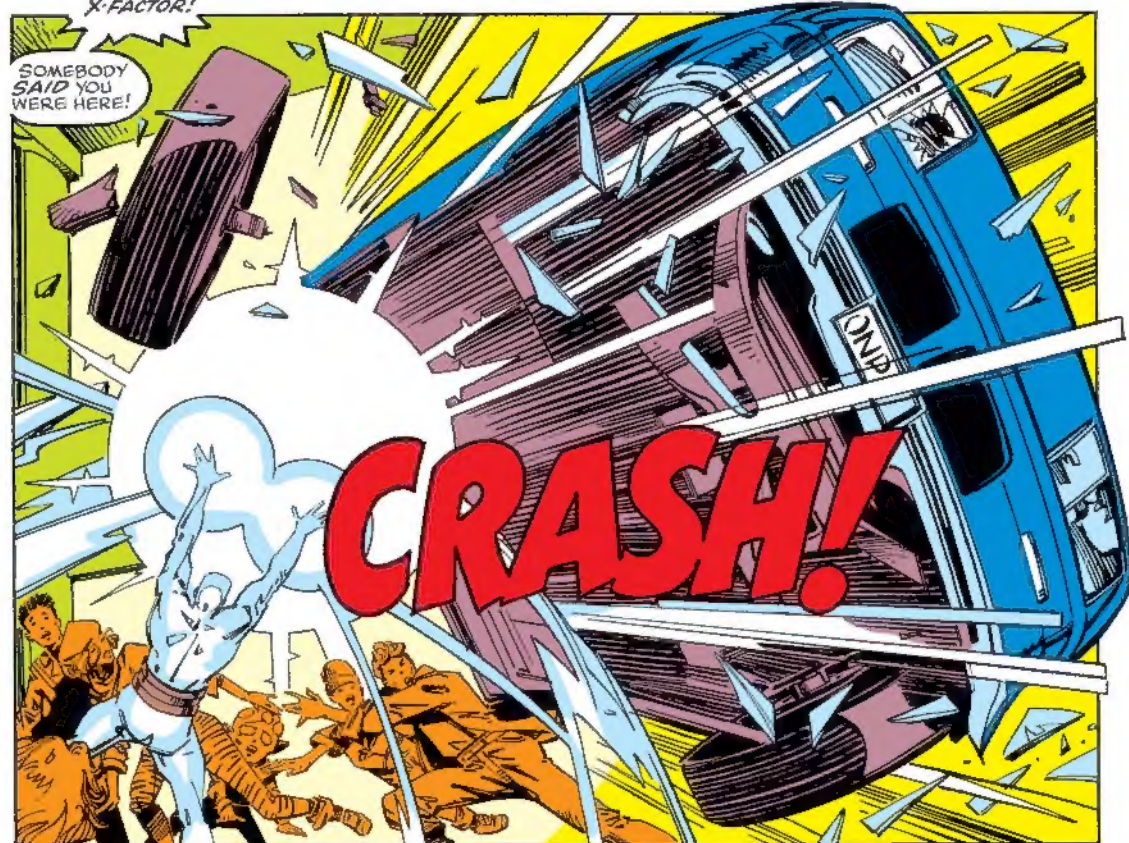
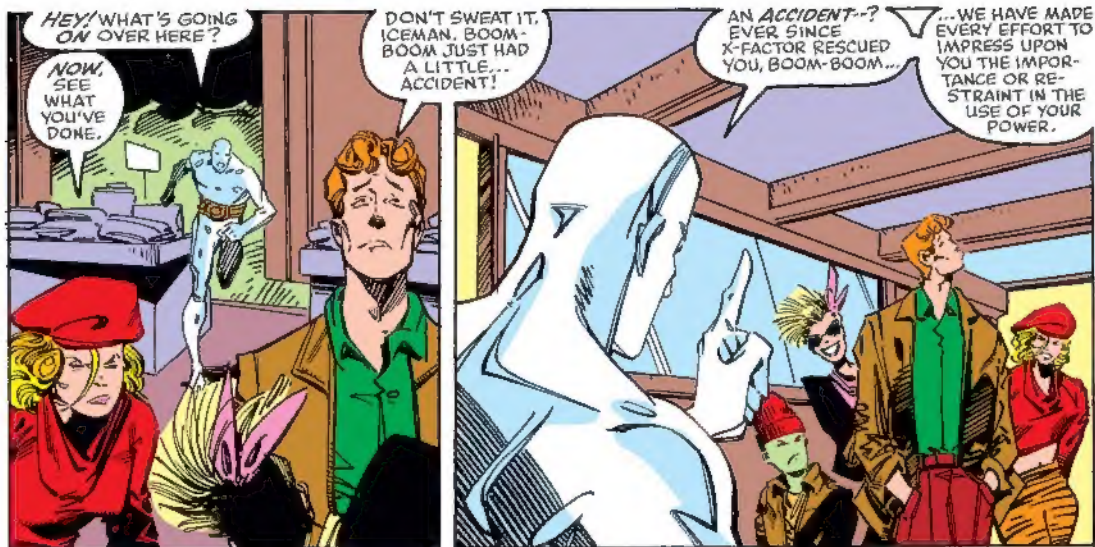
WHATEVER HE  
THINKS, HE'S MAKING  
ME CRAZY...!

\*SEE  
X-FACTOR  
#31 - BOB.



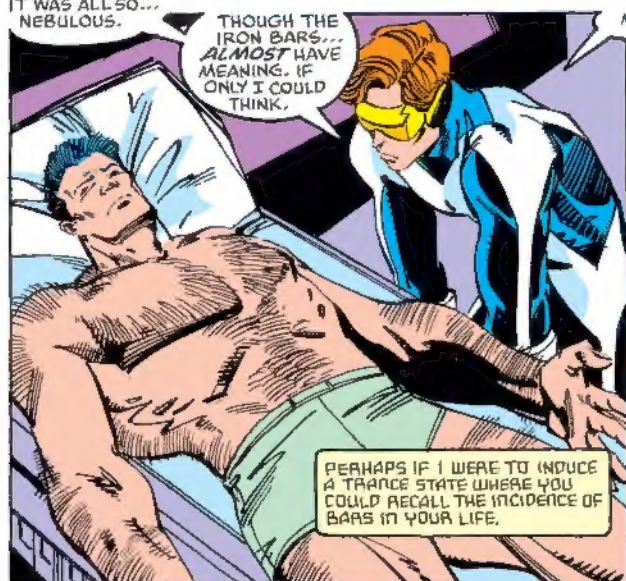
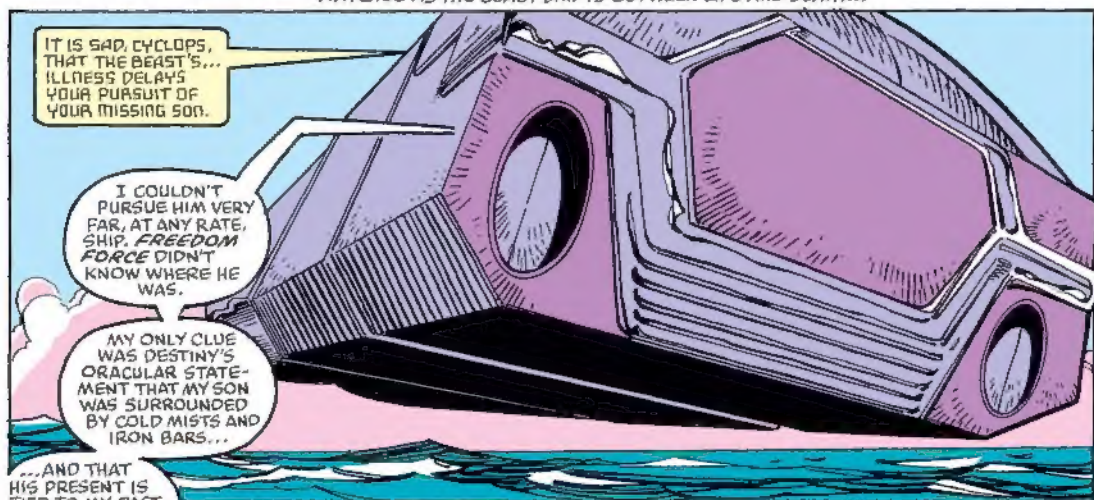








MEANWHILE, X-FACTOR'S SENTIENT SHIP HOVERS OVER THE NORTH ATLANTIC, WHERE CYCLOPS, THE TEAM LEADER, WATCHES AS THE BEAST DRIFTS BETWEEN LIFE AND DEATH...





THIS FLUX IN HIS PHYSICAL STATE IS CAUSED BY INFECTIA'S ATTEMPT TO MANIPULATE THE MOLECULAR STRUCTURE OF HIS BODY.

AND EVEN BEFORE THAT UNFORTUNATE EVENT, HE HAD BEEN PHYSICALLY ASSAULTED AGAIN AND AGAIN, BY CHEMICALS AND BY THE VILLAINESS PESTILENCE'S TOUCH.

HE HAD THAT COMBINATION TO THANK FOR HIS BODY'S INCREASED STRENGTH.

NOW, USING THAT STRENGTH, HE IS FIGHTING OFF INFECTIA'S CHANGE.

I FEAR THAT HE MAY WIN THE FIGHT... AND THAT THE VICTORY MAY KILL HIM.

CYCLOPS, I HATE TO INTERRUPT YOUR VIGIL, BUT THERE IS A PROBLEM IN NEW YORK OF WHICH YOU SHOULD BE AWARE...

NEW YORK? THAT'S WHERE JEAN AND BOBBY TOOK THE KIDS.

WE'RE GONNA TEACH THE CITY WHAT MUTANTS CAN DO. ESPECIALLY MONDO MAD MUTANTS!

HI, MOM!

WE CHALLENGE X-FACTOR TO TRY AND STOP US.

THE ALLIANCE OF EVIL! WE FOUGHT THEM LAST IN CALIFORNIA\* THEY WERE EXTRADITED TO NEW YORK.

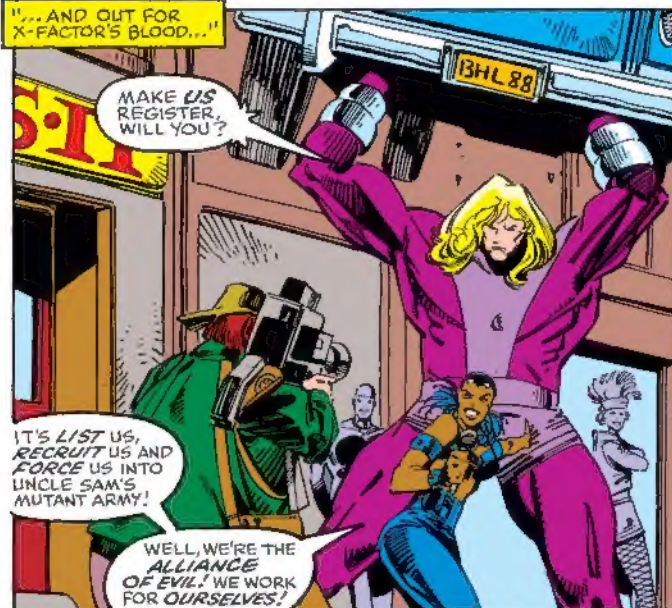
THEY SHOULD HAVE BEEN IN JAIL FOR TWENTY YEARS. MINIMUM.

UNFORTUNATELY, IT SEEMS THAT THEY ARE OUT...

\*WAY BACK IN X-FACTOR #6-BOB.



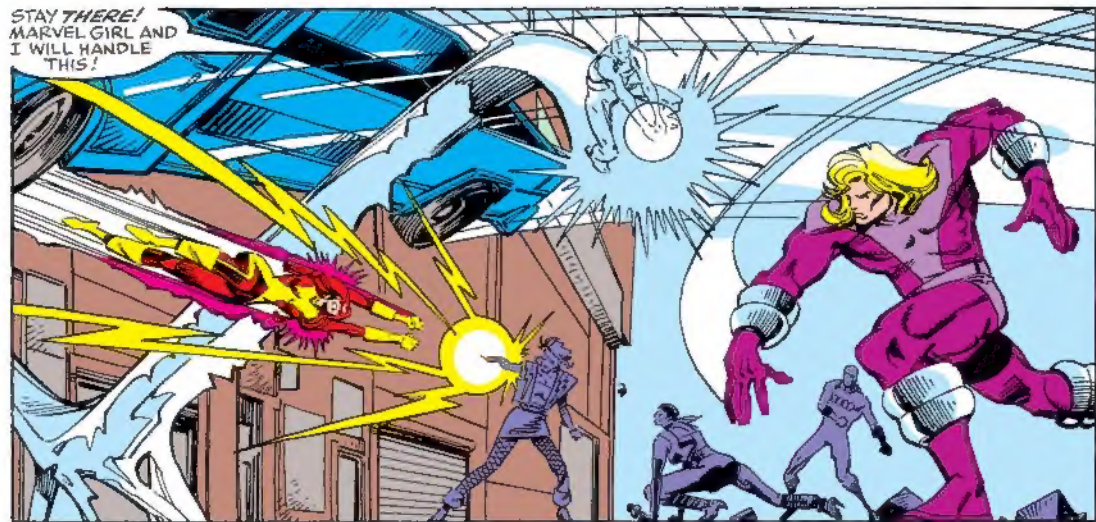
"...AND OUT FOR X-FACTOR'S BLOOD..."



THEY'RE DEMONSTRATING AGAINST THE MUTANT REGISTRATION ACT!

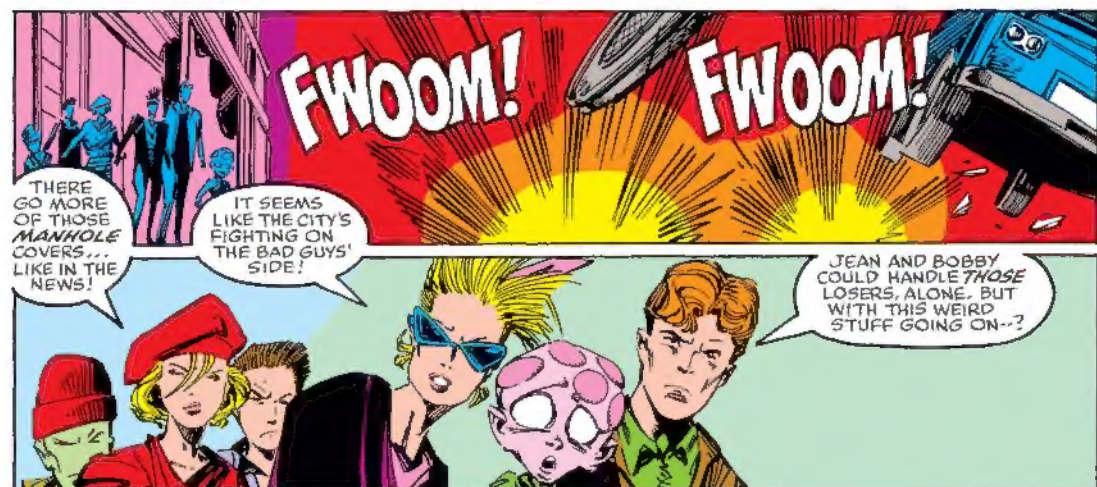


STAY THERE! MARVEL GIRL AND I WILL HANDLE THIS!

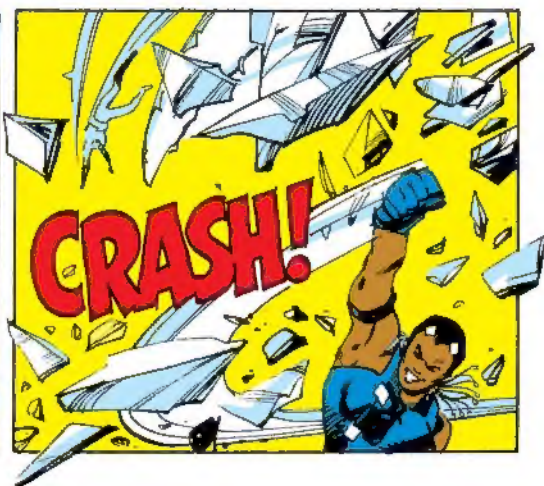
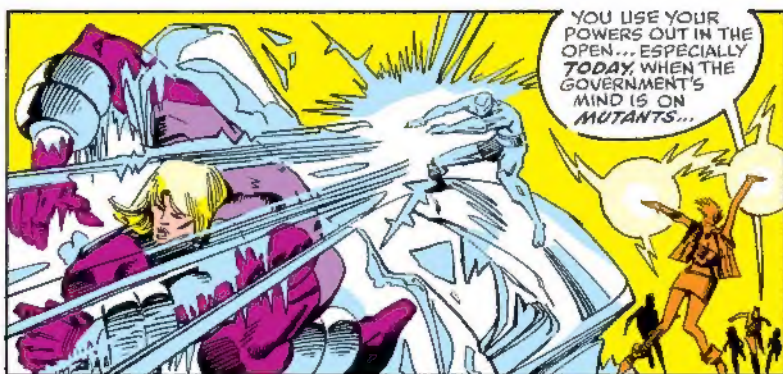


FWOOM!

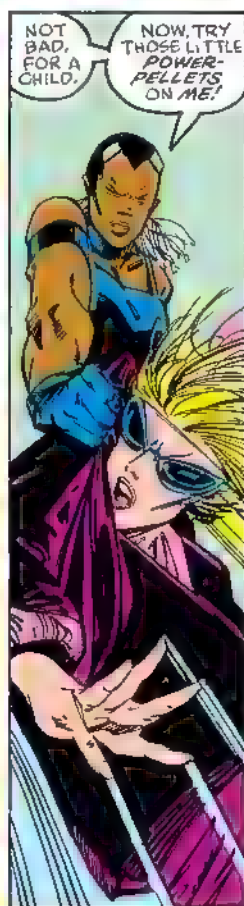
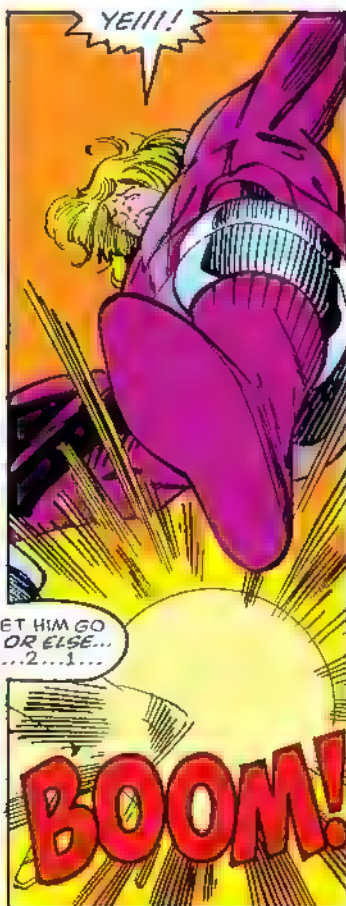
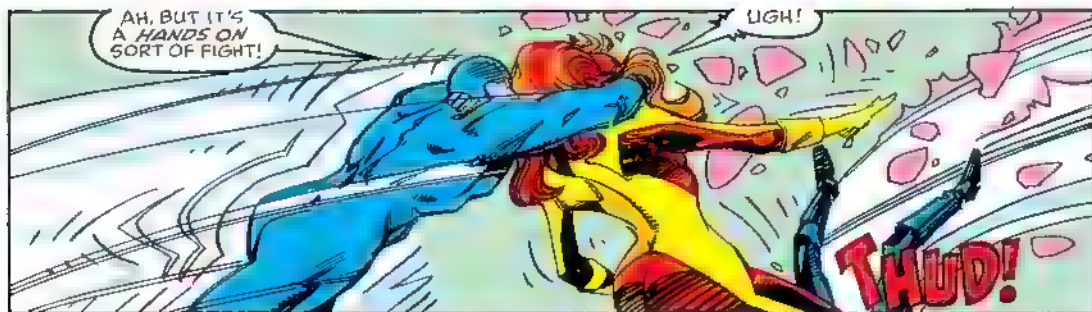
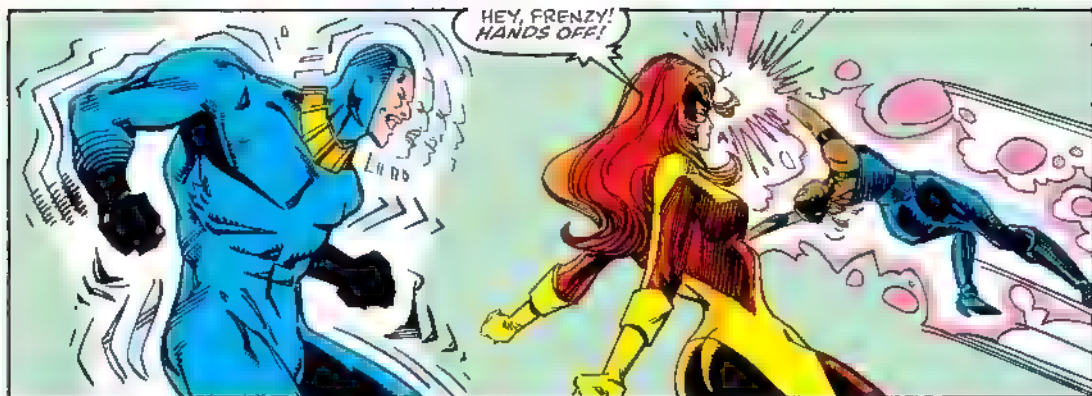
FWOOM!













WHILE IN A KANSAS CITY SUBURB...

THERE, 27 JOHNSTONE DRIVE, TAMMY AND SHEILA BLAKE... AGES 7 AND 8.

FATHER'S A NUCLEAR ENGINEER. HOW INTERESTING.

BOTH CHILDREN APPEAR PHYSICALLY NORMAL... BUT GENETIC MUTAGEN SCAN REGISTERED POSITIVE.

POWERS HAVE NOT YET EMERGED. THAT WILL MAKE IT EASIER....!

WAKE UP, WAKE UP, MY DARLING BOY. YOU HAVE A PLAY DATE WITH SOME LITTLE FRIENDS.

THEY'LL BE SCARED LIKE BEFORE.

THEY WON'T BE THE SAME.

BUT IN YOUR HANDS ARE CLOUDS OF GLORY. USE THEM.

BUT THEY WILL BE SAFE. NOW, DON'T FORGET YOUR GUN...!

TAMMY, WHAT IS IT?

IT'S A TRANSFORMER... I THINK...! JOSH SAID THEY'RE JUST TOYS, BUT I KNEW THEY WERE REALLY REAL!

I DON'T KNOW...

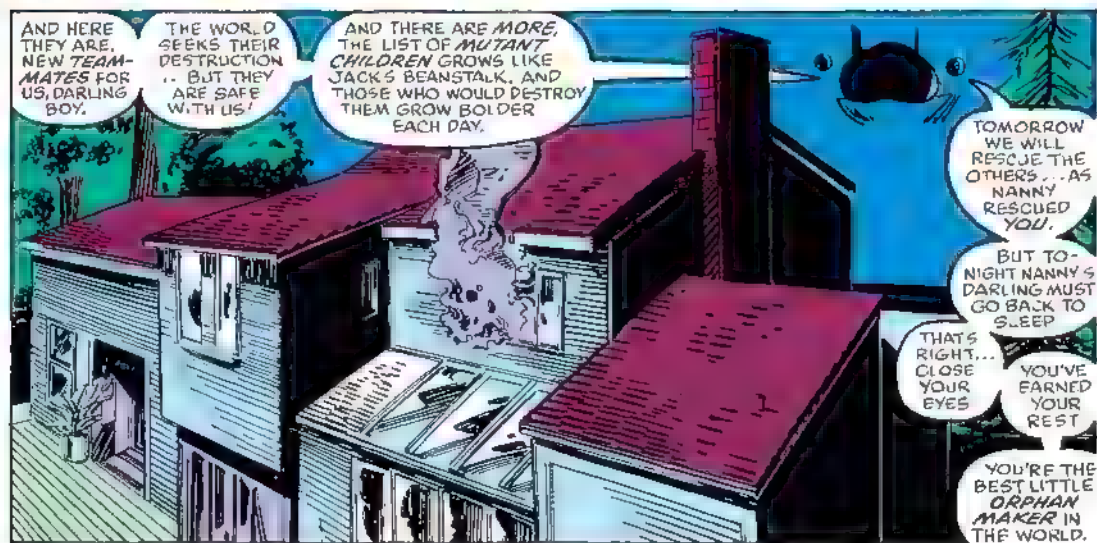
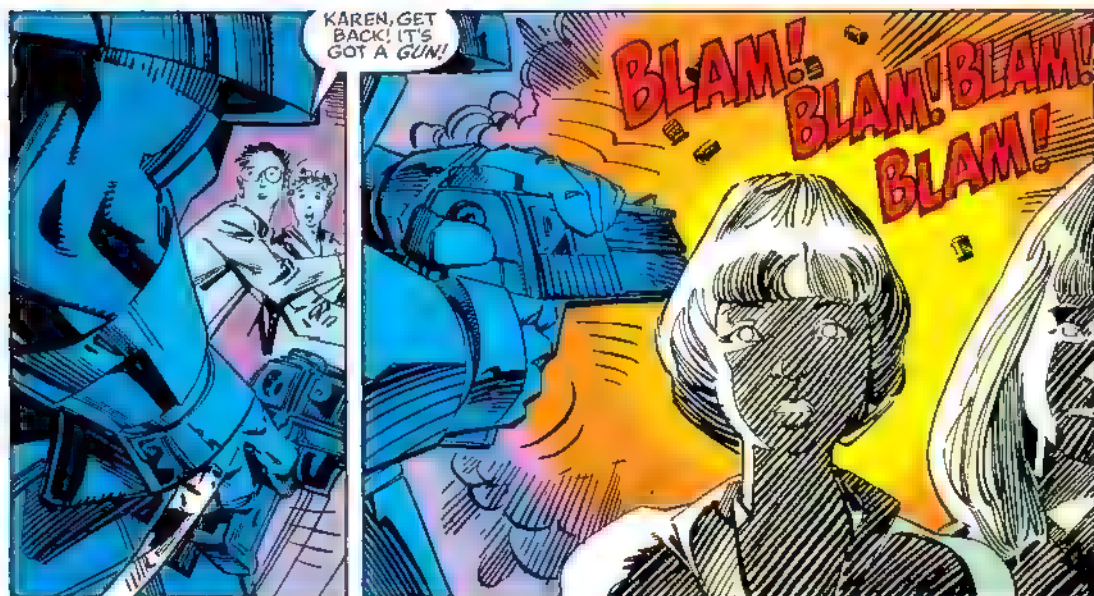
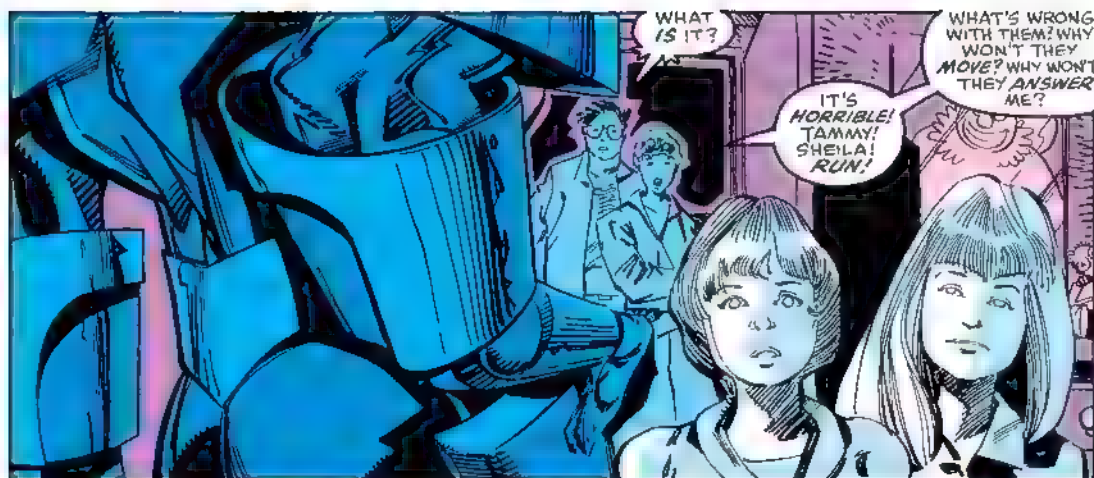
OH... DON'T BE A JERK, SHEILA! LOOK, IT'S FRIENDLY. IT'S ONE OF THE GOOD TRANSFORMERS. COME ON!

WHAT'S ALL THIS NOISE? WHAT'S GOING ON IN HERE?

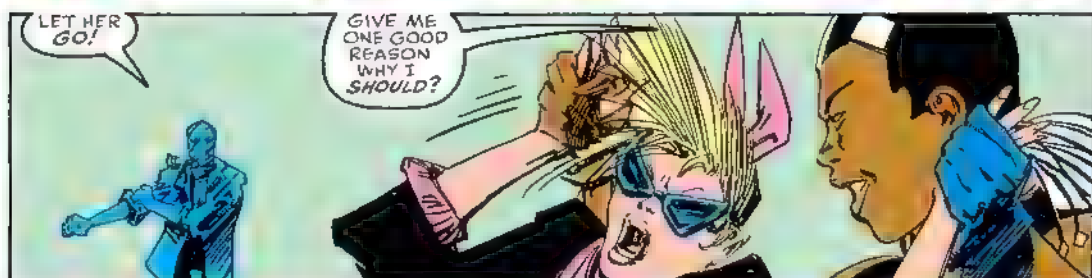
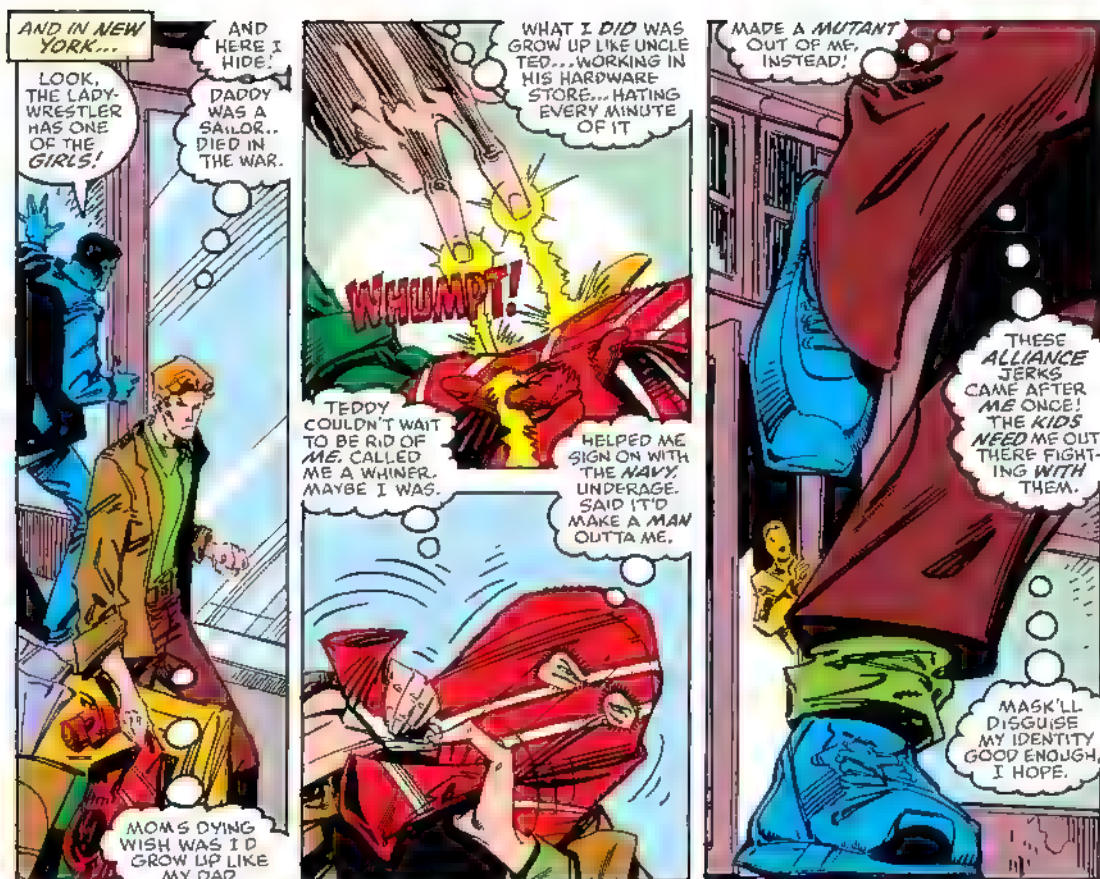
MOM!

**ZRRING!**

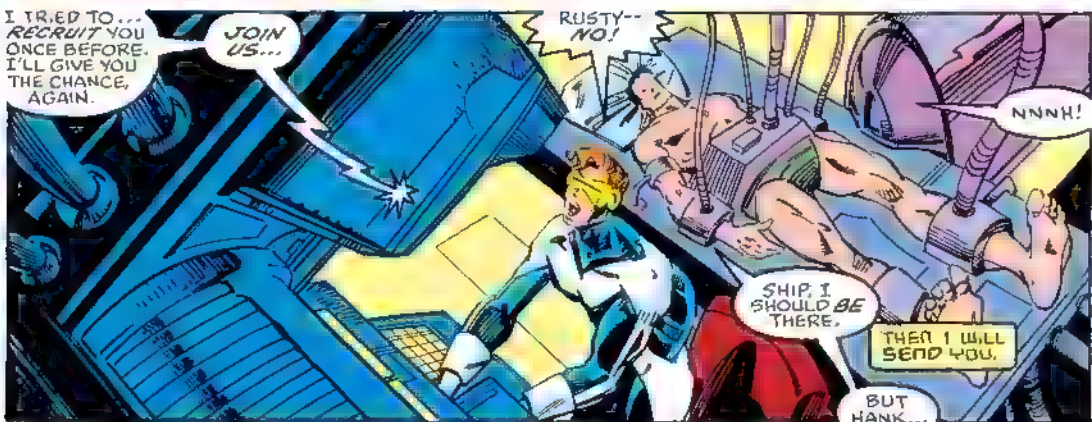
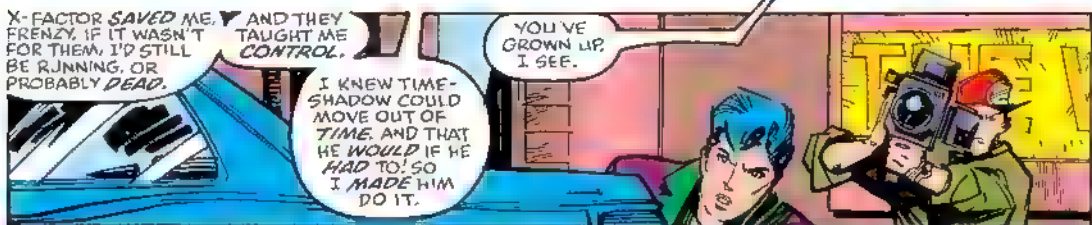
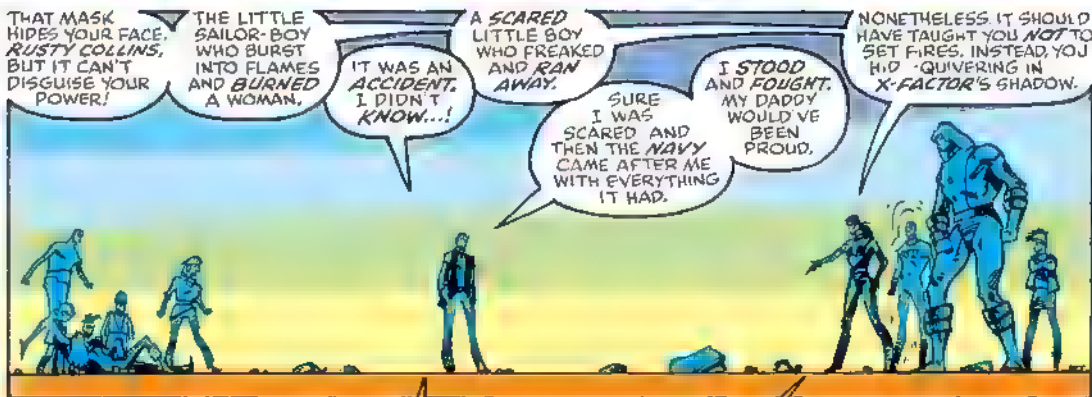
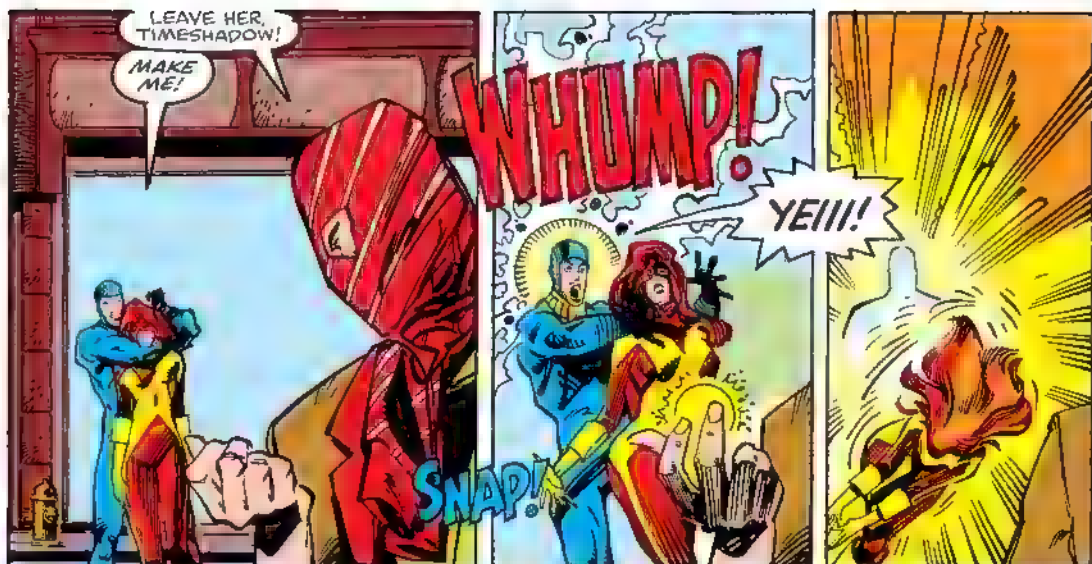




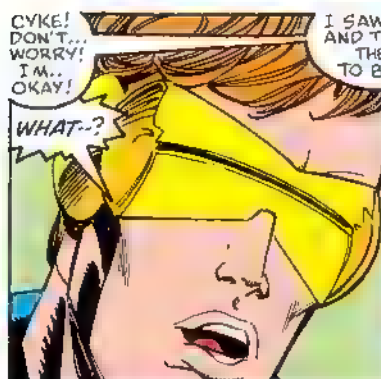
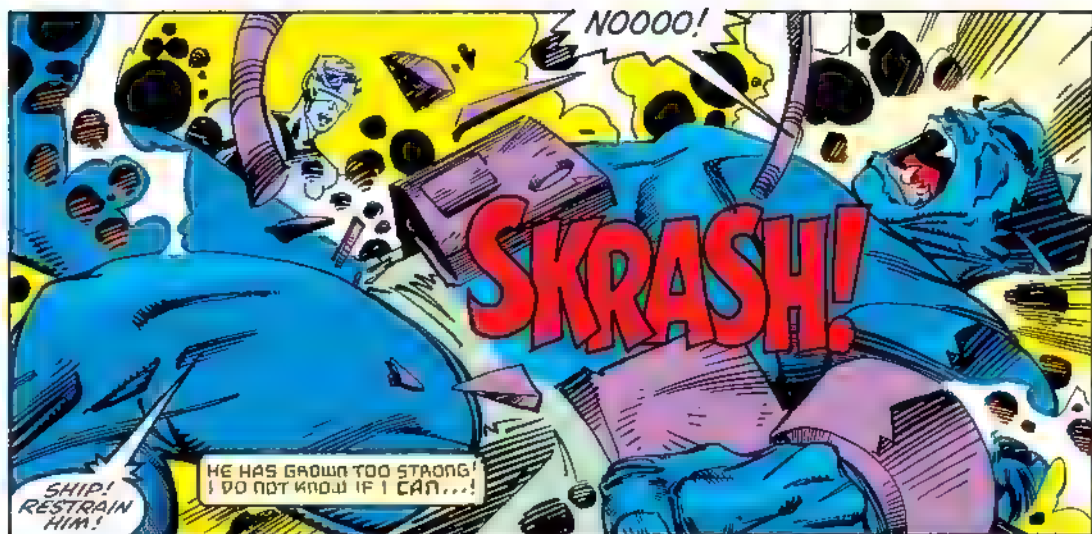














"...A TELEPORTATION  
BEAM...IF YOU PLEASE...?"

ME--?  
JOIN THE  
ALLIANCE  
OF EVIL?

DON'T  
PRETEND  
TO BE  
OFFENDED,  
PRETTY  
BOY.

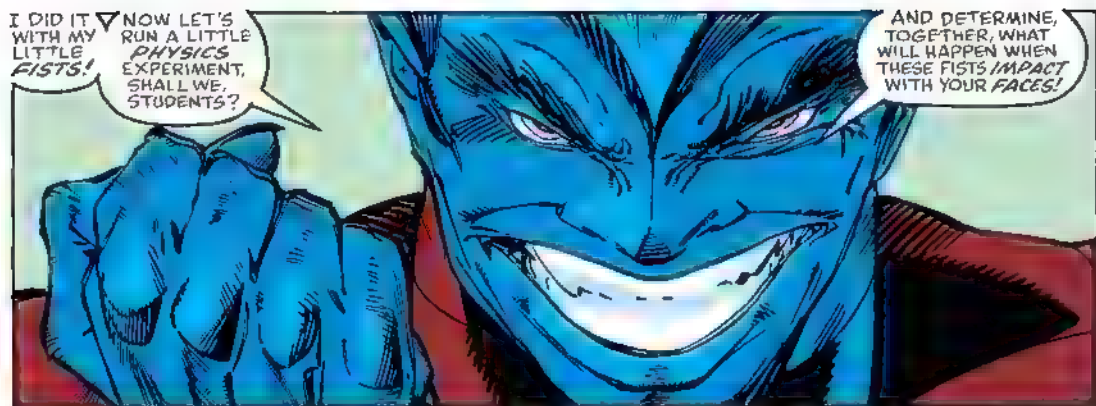
YOU'RE, LIKE,  
ALREADY ON  
THE RUN FROM  
THE NAVY.

ENOUGH  
GABBIN'!  
I SAY WE  
TAKE 'EM!  
NOW!

**WHRAMMM!**

WHAT  
WAS  
THAT--?

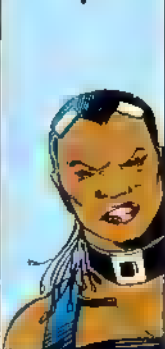




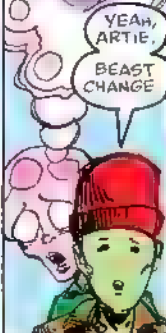
HANK...? YOU'RE WELL...? YOU'RE BACK! YOU'RE SMART!



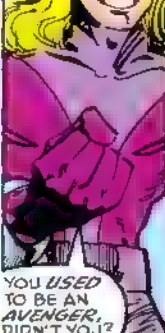
WELL, WELL, WELL, HANK MCCOY... AKA THE BEAST!



YEAH, ARTIE, BEAST CHANGE



YOU USED TO BE AN AVENGER, DIDN'T YOU?



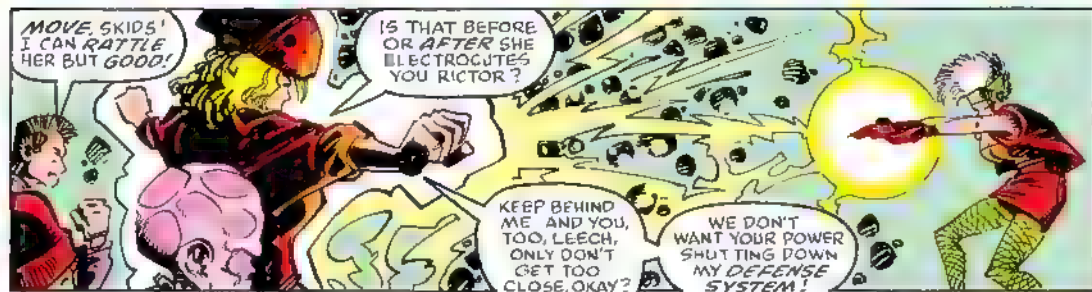
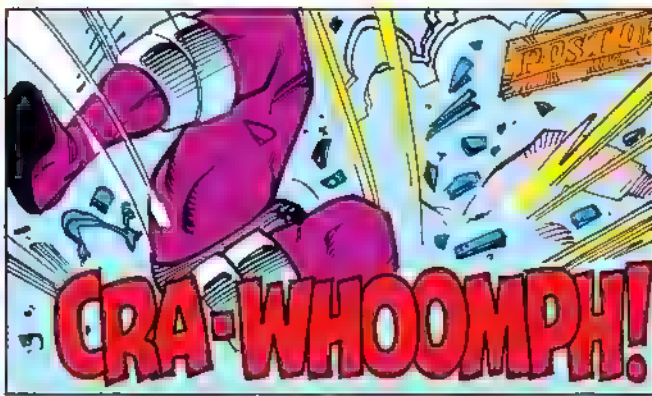
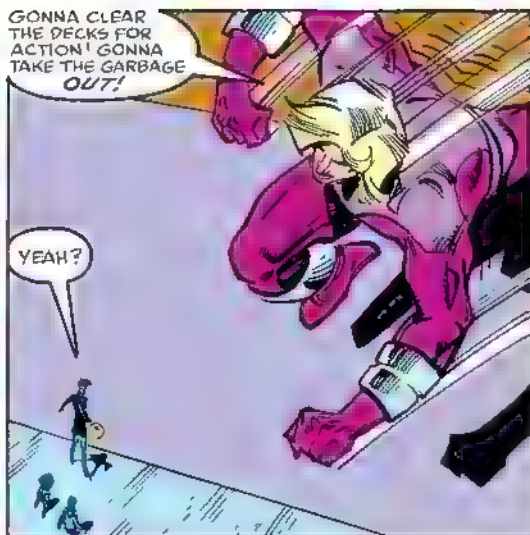
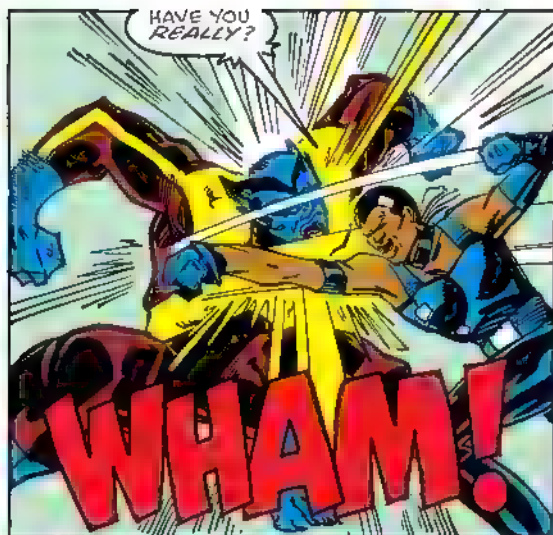
OH, GROSS! FUR... AND FANGS!



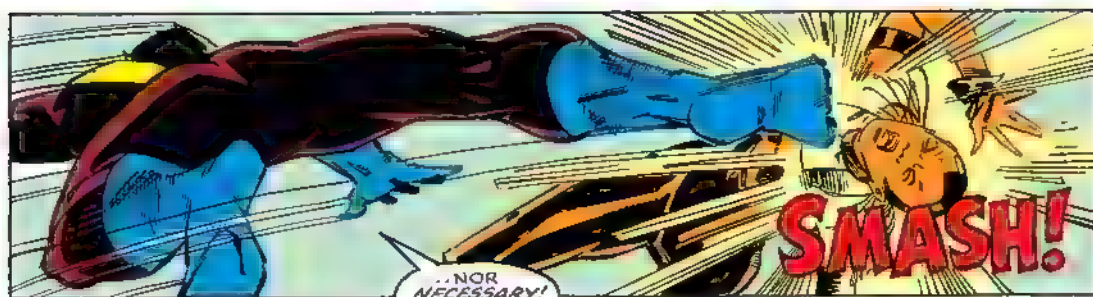
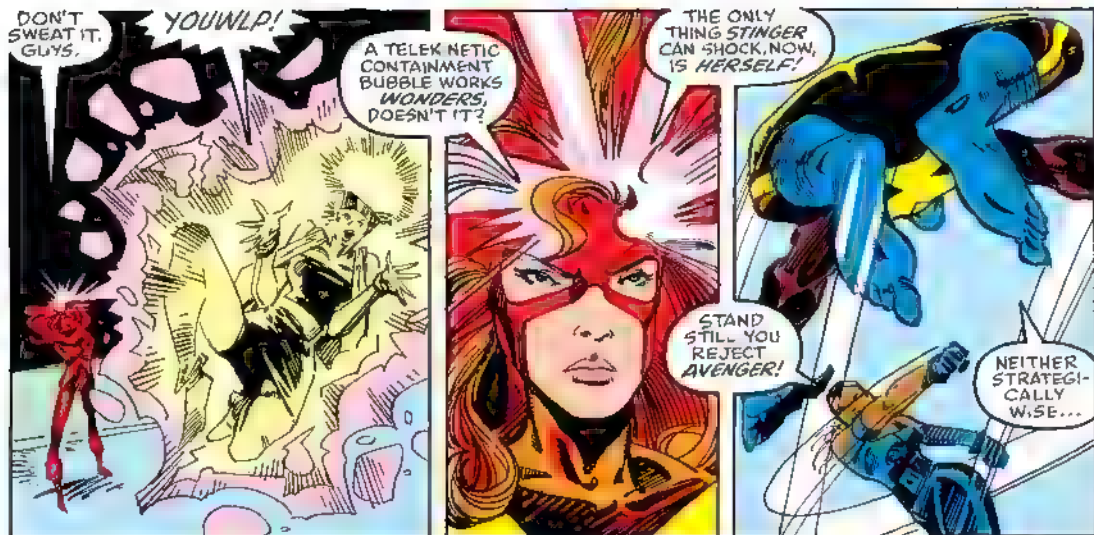
SO, LIKE, WHAT'RE YOU DOING SLAMMING WITH THESE LOSERS, BEASTIE BOY?







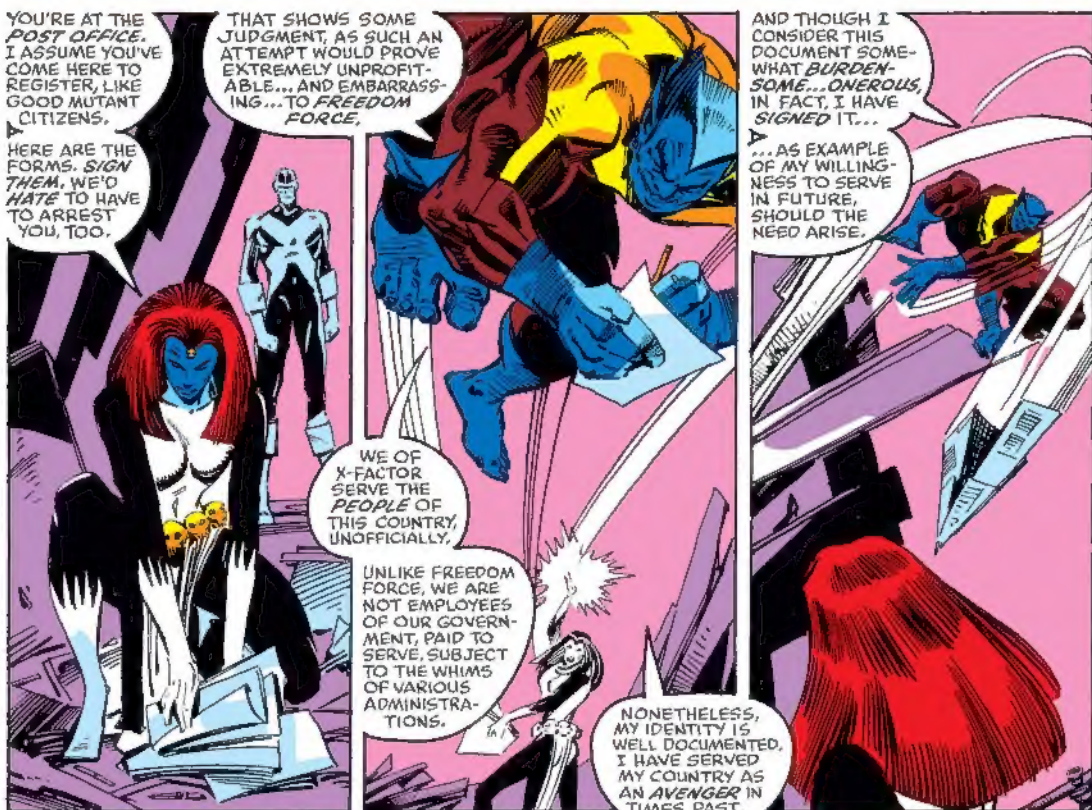
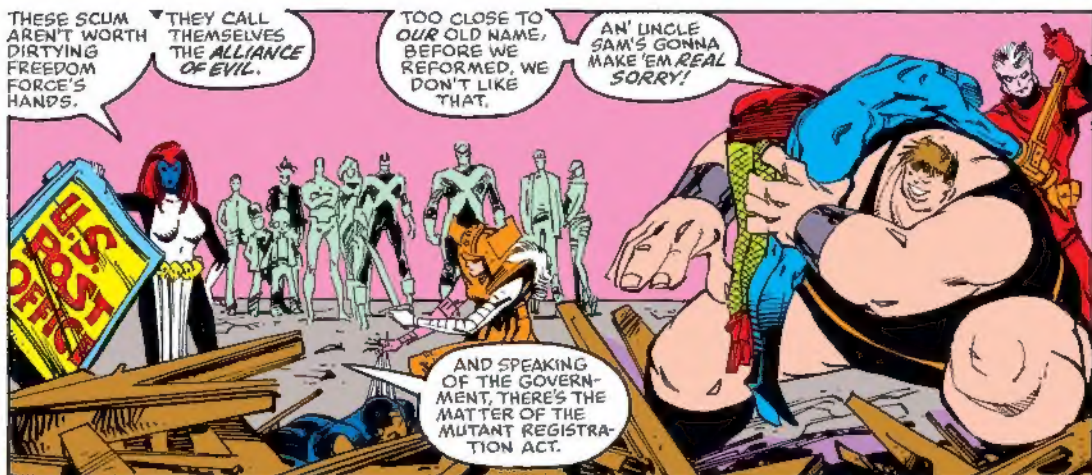
















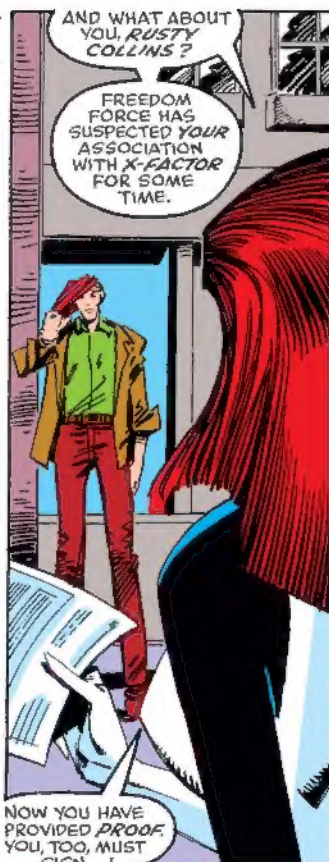
THE REST OF US WILL SIGN THESE DOCUMENTS, ACKNOWLEDGING OUR **PUBLIC IDENTITIES** AND **PUBLIC ACTIVITIES** AS MUTANT CITIZENS...

...BUT ONLY WITH THE NAMES WE HAVE **CHOSEN** TO REPRESENT THESE ACTIVITIES.



WE WILL CONTINUE TO PROTECT OUR **PRIVATE IDENTITIES**... AND OUR **PRIVATE LIVES**...

...AND IF GOVERNMENT HAS A PROBLEM WITH THAT, LET **FREEDOM FORCE** TRY TO BEAT THEM OUT OF US.



AND WHAT ABOUT YOU, **RUSTY COLLINS**?

FREEDOM FORCE HAS SUSPECTED YOUR ASSOCIATION WITH **X-FACTOR** FOR SOME TIME.

NOW YOU HAVE PROVIDED **PROOF** YOU, TOO, MUST SIGN...!



**NO!** I WON'T... AND I WON'T RUN AGAIN, EITHER... OR TAKE THE COWARD'S WAY OUT.

X-FACTOR'S ACTIVITIES ARE WELL DOCUMENTED.

THEY'RE THE **GOOD GUYS**... NO MATTER WHAT SOME PEOPLE TRY TO SAY. I AM, TOO... BUT I'M ALSO A **PRIVATE CITIZEN**...

...WITH ALL THE RIGHTS, PRIVILEGES AND OBLIGATIONS ASSOCIATED WITH CITIZENSHIP IN THIS GREAT COUNTRY.



MUTANTS... EVEN MUTANTS LIKE THE BROTHERHOOD OF EVIL... AREN'T DEADLY WEAPONS, LIKE GUNS, THAT HAVE TO BE REGISTERED...

...BUT HUMAN BEINGS WITH SPECIAL GIFTS AND THE SAME HUMAN RIGHTS AS EVERYONE ELSE.

TOMORROW I WILL VOLUNTARILY TURN MYSELF IN AT PORTSMOUTH NAVAL PRISON, WHERE I WILL ANSWER THIS... POSTER'S ALLEGATIONS...\*

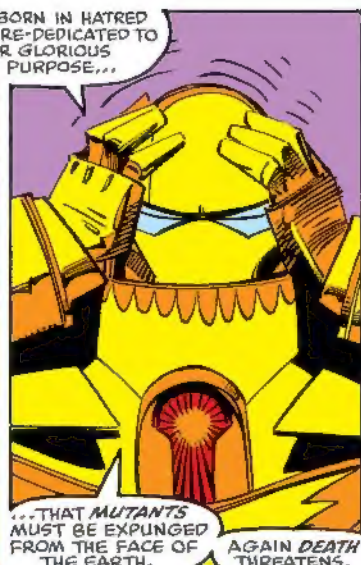
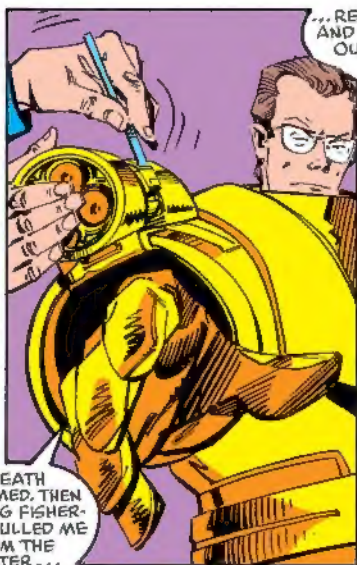


...BUT I WILL **NOT** SIGN THAT **ONEROUS** DOCUMENT.

\*SEE **X-TERMINATORS #1**, ON SALE NOW!



WHILE MILES FROM NEW YORK, IN THE MAIN HEADQUARTERS OF THE SECRET ORGANIZATION KNOWN AS THE RIGHT...



THE BATTLE YOU'VE BEEN WAITING FOR!  
**DEATH vs. COMMANDER HODGE!**  
THE ONLY WAY OUT IS DEATH!